## **AMENDMENTS TO THE CLAIMS:**

This listing of claims will replace all prior versions, and listings, of claims in the application:

## **LISTING OF CLAIMS**

1. (Currently amended) A compound comprising the formula:

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$$G = \begin{pmatrix} R_7 \\ I \\ C \\ I \\ R_8 \end{pmatrix} = \begin{pmatrix} Y_1 \\ Y_2 \\ C \\ R_2 \end{pmatrix}_c \begin{bmatrix} R_3 \\ C \\ R_4 \end{bmatrix}_e \begin{bmatrix} R_5 \\ C \\ R_8 \end{bmatrix}_h \begin{bmatrix} R_5 \\ I \\ I \\ R_8 \end{bmatrix}_h \begin{pmatrix} Y_2 \\ I \\ I \\ I \\ I \end{pmatrix}$$
 (1)

wherein:

G is a linear or branched polymer residue;

Y<sub>1</sub> and Y<sub>2</sub> are independently O, S, or NR<sub>2</sub>;

M<sub>1</sub>-M<sub>3</sub> are independently O, S, or NR<sub>10</sub>,

M4 is X or Q;

wherein X is an electron withdrawing group and Q is a moiety containing a free electron pair positioned three to six atoms from  $C(-Y_2)$ ;

B is a residue of an amine-containing moiety or a residue of a hydroxyl-containing moiety;

 $R_{1-10}$  are independently selected from the group consisting of hydrogen,  $C_{1-6}$  alkyls,  $C_{3-12}$  branched alkyls,  $C_{3-8}$  cycloalkyls,  $C_{1-6}$  substituted alkyls,  $C_{3-8}$  substituted cycloalkyls, aryls, substituted aryls, aralkyls,  $C_{1-6}$  heteroalkyls and substituted  $C_{1-6}$  heteroalkyls;

a, b, c, d, [e, f, g,] h, i and n are each independently zero or a positive integer; and e, f and g are each independently a positive integer.

2. (Original) The compound of claim 1, wherein G includes a capping group A, selected from the group consisting of hydrogen, CO<sub>2</sub>H, C<sub>1-6</sub> alkyl moieties, and

$$\begin{array}{c} Y_2 \\ \parallel \\ C - [M_4]_{\Gamma} \\ \hline \\ R_6 \\ h \end{array} \begin{bmatrix} R_3 \\ C \\ R_4 \end{bmatrix}_{G} \begin{bmatrix} R_1 \\ C \\ R_2 \end{bmatrix}_{G} \begin{bmatrix} N_1 \\ N_2 \\ N_3 \end{bmatrix}_{G} \begin{bmatrix} R_7 \\ N_1 \\ N_2 \end{bmatrix}_{G} \\ R_8 \end{array} \tag{IF}$$

3. (Original) A compound of claim 2, of the formula:

$$B = C - [M_4] - \begin{bmatrix} R_5 \\ R_4 \end{bmatrix} - \begin{bmatrix} R_1 \\ R_4 \end{bmatrix} - \begin{bmatrix} R_1 \\ R_2 \end{bmatrix} - \begin{bmatrix} R_1 \\ R_2 \end{bmatrix} - \begin{bmatrix} R_1 \\ R_2 \end{bmatrix} - \begin{bmatrix} R_1 \\ R_3 \end{bmatrix} - \begin{bmatrix} R_2 \\ R_3 \end{bmatrix} - \begin{bmatrix} R_2 \\ R_3 \end{bmatrix} - \begin{bmatrix} R_3 \\ R_3 \end{bmatrix} - \begin{bmatrix} R_4 \\ R_3 \end{bmatrix} - \begin{bmatrix} R_5 \\ R_4 \end{bmatrix} - \begin{bmatrix} R_5 \\ R_4 \end{bmatrix} - \begin{bmatrix} R_5 \\ R_6 \end{bmatrix} - \begin{bmatrix} R_6 \\ R_6$$

- 4. (Currently amended) The compound of claim 1, wherein a, b, c, d,  $\{e, f, g,\}$  h, i and n are independently zero, one or two.
  - 5. (Original) The compound of claim 1, wherein  $Y_1$  and  $Y_2$  are both O.
  - 6. (Original) The compound of claim 1, wherein  $M_2$  is NH and d is one.
  - 7. (Original) The compound of claim 1, wherein  $R_7$  and  $R_8$  are both H.
  - 8. (Original) The compound of claim 1, wherein n is 1.
  - 9. (Original) The compound of claim 1, wherein a is 0.

- 10. (Original) The compound of claim 1, wherein a is 1.
- 11. (Original) The compound of claim 1, wherein c is 0.
- 12. (Original) The compound of claim 1, wherein g is 2,  $M_3$  is 0, e is 2, f is 1 and  $R_3$  and  $R_4$  are H.
- 13. (Original) The compound of claim 12, wherein b, d, h and n are 1,  $R_5$  and  $R_6$  are H and  $M_2$  is NH.
- 14. (Original) The compound of claim 12, wherein b, d and n are 1,  $M_2$  is NH and  $R_3$  and  $R_4$  are H.
- 15. (Original) The compound of claim 1, wherein B is a residue of an amine containing moiety.
- 16. (Original) The compound of claim 15, wherein said amine-containing moiety is

wherein

 $R_{12-13}$  are independently selected from the group consisting of hydrogen,  $C_{1-6}$  alkyls,  $C_{3-12}$  branched alkyls,  $C_{3-8}$  cycloalkyls,  $C_{1-6}$  substituted alkyls,  $C_{3-8}$  substituted cycloalkyls, aryls, halo, substituted aryls, aralkyls,  $C_{1-6}$  heteroalkyls, substituted  $C_{1-6}$  heteroalkyls;

 $R_{14-18}$  are independently selected from alkoxy, e.g.  $OR_{19}$  or, in the alternative, H, OH,  $N_3$ , NHR<sub>20</sub>, NO<sub>2</sub> or CN, fluoro, chloro, bromo, iodo, where  $R_{19-20}$  are independently selected from

the same group which defines R<sub>12-13</sub>.

- 17. (Original) The compound of claim 1, wherein G is  $O-(CH_2CH_2O)_x$  or  $O-(CH(CH_3)CH_2O)_x$ , wherein x is the degree of polymorization.
- 18. (Original) The compound of claim 17, wherein G is O-(CH<sub>2</sub>CH<sub>2</sub>O)<sub>x</sub> and x is a positive integer selected so that the weight average molecular weight is at least about 20,000.
- 19. (Original) The compound of claim 18, wherein G has a weight average molecular weight of from about 20,000 to about 100,000.
- 20. (Original) The compound of claim 21, wherein G has a weight average molecular weight of from about 25,000 to about 60,000.
  - 21. (Original) A compound of claim 1, selected from the group consisting of:

    G-CH<sub>2</sub>-G-NH-(CH<sub>2</sub>-CH<sub>2</sub>-O)<sub>2</sub>-C-NH-AraC

    G-CH<sub>2</sub>-G-NH-(CH<sub>2</sub>-CH<sub>2</sub>-O)<sub>2</sub>-CH<sub>2</sub>-C-NH-AraC

    G-CH<sub>2</sub>-G-NH-(CH<sub>2</sub>-CH<sub>2</sub>-O)<sub>2</sub>-CH<sub>2</sub>-CH<sub>2</sub>-NH-AraC

    G-CH<sub>2</sub>-G-NH-(CH<sub>2</sub>-CH<sub>2</sub>-O)<sub>2</sub>-C-NH-AraC

    G-CH<sub>2</sub>-G-NH-(CH<sub>2</sub>-CH<sub>2</sub>-O)<sub>2</sub>-CH<sub>2</sub>-C-NH-AraC

    G-CH<sub>2</sub>-G-NH-(CH<sub>2</sub>-CH<sub>2</sub>-O)<sub>2</sub>-CH<sub>2</sub>-C-NH-AraC

    G-CH<sub>2</sub>-G-NH-(CH<sub>2</sub>-CH<sub>2</sub>-O)<sub>2</sub>-CH<sub>2</sub>-C-NH-AraC

- 23. (Original) A compound of claim 1, selected from the group consisting of:

  G-CH<sub>2</sub>-C-NH-(CH<sub>2</sub>-CH<sub>2</sub>-O)<sub>2</sub>C-B

  G-CH<sub>2</sub>-C-NH-(CH<sub>2</sub>-CH<sub>2</sub>-O)<sub>2</sub>CH<sub>2</sub>-C-B

  G-CH<sub>2</sub>-C-NH-(CH<sub>2</sub>-CH<sub>2</sub>-O)<sub>2</sub>CH<sub>2</sub>-CH<sub>2</sub>NH-C-B

  G-CH<sub>2</sub>-C-NH-(CH<sub>2</sub>-CH<sub>2</sub>-O)<sub>2</sub>CH<sub>2</sub>-C-B

  G-CH<sub>2</sub>-C-NH-(CH<sub>2</sub>-CH<sub>2</sub>-O)<sub>2</sub>CH<sub>2</sub>-C-B

  G-CH<sub>2</sub>-C-NH-(CH<sub>2</sub>-CH<sub>2</sub>-O)<sub>2</sub>CH<sub>2</sub>-C-B

  G-CH<sub>2</sub>-C-NH-(CH<sub>2</sub>-CH<sub>2</sub>-O)<sub>2</sub>CH<sub>2</sub>-C-B

  G-CH<sub>2</sub>-C-NH-(CH<sub>2</sub>-CH<sub>2</sub>-O)<sub>2</sub>CH<sub>2</sub>-C-B

  G-CH<sub>2</sub>-C-NH-(CH<sub>2</sub>-CH<sub>2</sub>-O)<sub>2</sub>CH<sub>2</sub>-C-B

- 25. (Currently amended) A method of preparing a polymeric conjugate, comprising:
  - a) reacting a biologically active moiety having an unprotected amine or
  - b) hydroxyl group with a compound of the formula

$$B_{2}[M_{2}]_{d} = \begin{bmatrix} R_{3} \\ C \\ R_{4} \end{bmatrix}_{e} \begin{bmatrix} M_{3} \end{bmatrix}_{f} \begin{bmatrix} R_{5} \\ C \\ R_{6} \end{bmatrix}_{h} \begin{bmatrix} Y_{2} \\ I \\ C \\ R_{6} \end{bmatrix}_{h}$$
(III)

wherein

B<sub>1</sub> is a leaving group capable of reacting with an unprotected amine or hydroxyl group; B<sub>2</sub> is a cleavable protecting group;

Y2 is O, S, or NR9;

M2-M3 are independently O, S, or NR10:

M4 is X or Q;

wherein X is an electron withdrawing group and Q is a moiety containing a free electron pair positioned three to six atoms from  $C(=Y_2)$ ;

 $R_{3-6}$ ,  $R_9$  and  $R_{10}$  are independently selected from the group consisting of hydrogen,  $C_{1-6}$  alkyls,  $C_{3-12}$  branched alkyls,  $C_{3-8}$  cycloalkyls,  $C_{1-6}$  substituted alkyls,  $C_{3-8}$  substituted cycloalkyls, aryls, substituted aryls, aralkyls,  $C_{1-6}$  heteroalkyls and substituted  $C_{1-6}$  heteroalkyls;

d, [e, f, g,] h, and i are each independently zero or a positive integer; and

e. f and g are each independently a positive integer

to form a protected intermediate of the formula:

$$B_{2}[M_{2}]_{d} = \begin{bmatrix} R_{3} \\ C \\ R_{4} \end{bmatrix}_{\theta} \begin{bmatrix} M_{3}]_{f} \end{bmatrix} \begin{bmatrix} R_{5} \\ C \\ R_{6} \end{bmatrix}_{h} \begin{bmatrix} M_{4}]_{f} - C - B \tag{N}$$

wherein

B is a residue of an amine-containing moiety or a residue of a hydroxyl-containing moiety;

b) deprotecting the resultant intermediate by removing B2; and

c) reacting the deprotected intermediate with a compound of the formula

$$G = \begin{pmatrix} R_7 \\ I \\ I \end{pmatrix} = \begin{pmatrix} Y_1 \\ C \\ I \end{pmatrix} = \begin{pmatrix} R_1 \\ C \\ R_2 \end{pmatrix} = \begin{pmatrix} V \\ R_2 \end{pmatrix}$$

wherein

B<sub>3</sub> is a leaving group;

G is a polymer residue;

Y<sub>1</sub> is O, S, or NR<sub>9</sub>;

M<sub>1</sub> is O, S, or NR<sub>10</sub>;

 $R_1$ ,  $R_2$ ,  $R_7$ ,  $R_9$  and  $R_{10}$  are independently selected from the group consisting of hydrogen,  $C_{1-6}$  alkyls,  $C_{3-12}$  branched alkyls,  $C_{3-8}$  cycloalkyls,  $C_{1-6}$  substituted alkyls,  $C_{3-8}$  substituted cycloalkyls, aryls, substituted aryls, aralkyls,  $C_{1-6}$  heteroalkyls and substituted  $C_{1-6}$  heteroalkyls; and

a, b and c are each independently zero or a positive integer, whereby a polymeric conjugate is formed.

26. (Currently Amended) A method of preparing a polymeric conjugate, comprising:

[a)] reacting a polymer-spacer intermediate of the formula

$$G = (C)_{A} - [M_{1}]_{a} - (C)_{b} \begin{bmatrix} R_{1} \\ C \end{bmatrix}_{c} \begin{bmatrix} R_{2} \\ C \end{bmatrix}_{c} \begin{bmatrix} R_{3} \\ C \end{bmatrix}_{R_{4}} \begin{bmatrix} R_{3} \\ C \end{bmatrix}_{R_{4}} \begin{bmatrix} R_{5} \\ R_{5} \end{bmatrix}_{R_{5}} \begin{bmatrix} R_{5} \\ R_{5}$$

wherein

B<sub>1</sub> is a leaving group capable of reacting with an unprotected amine or hydroxyl group;

G is a polymer residue;

Y<sub>1</sub> and Y<sub>2</sub> are independently O, S, or NR<sub>9</sub>;

M1-M3 are independently O, S, or NR10:

M4 is X or Q;

wherein X is an electron withdrawing group and Q is a moiety containing a free electron pair positioned three to six atoms from  $C(=Y_2)$ ;

B is a residue of an amine-containing moiety or a residue of a hydroxyl-containing moiety;

 $R_{1-10}$  are independently selected from the group consisting of hydrogen,  $C_{1-6}$  alkyls,  $C_{3-12}$  branched alkyls,  $C_{3-8}$  cycloalkyls,  $C_{1-6}$  substituted alkyls,  $C_{3-8}$  substituted cycloalkyls, aryls, substituted aryls, aralkyls,  $C_{1-6}$  heteroalkyls and substituted  $C_{1-6}$  heteroalkyls;

a, b, c, d, [e, f, g,] h, t and n are each independently zero or a positive integer; and e, f and g are each independently a positive integer;

and thereafter reacting intermediate with a biologically active moiety having an unprotected amine or hydroxyl group to form the polymeric conjugate.

- 27. (Original) A method of treatment, comprising: administering to a mammal in need of such treatment an effective amount of a compound of claim 1, wherein B is a residue of a biologically active moiety.
- 28. (Original) A method of treatment, comprising: administering to a mammal in need of such treatment an effective amount of a compound of claim 3, wherein B is a residue of a biologically active moiety.
  - 29. (Original) A compound of the formula:

$$B_{2}[M_{2}]_{\sigma} = \begin{bmatrix} R_{3} \\ C \\ R_{4} \end{bmatrix}_{\theta} \begin{bmatrix} M_{3} \end{bmatrix}_{\Omega} = \begin{bmatrix} R_{5} \\ C \\ R_{4} \end{bmatrix}_{\eta} \begin{bmatrix} M_{4} \\ R_{4} \end{bmatrix}_{\eta} = \begin{bmatrix} Y_{2} \\ W_{4} \end{bmatrix}_{\eta}$$
 (IV)

wherein

B is a residue of an amine-containing moiety or a residue of a hydroxyl-containing moiety;

B<sub>2</sub> is a cleavable protecting group;

Y2 is O, S, or NR9;

M2-M4 are independently O, S, or NR10.

M4 is X or Q;

wherein X is an electron withdrawing group and Q is a moiety containing a free electron pair positioned three to six atoms from  $C(=Y_2)$ ;

R<sub>3-6, 9 and 10</sub> are independently selected from the group consisting of hydrogen, C<sub>1-6</sub> alkyls,

 $C_{3-12}$  branched alkyls,  $C_{3-8}$  cycloalkyls,  $C_{1-6}$  substituted alkyls,  $C_{3-8}$  substituted cycloalkyls, aryls, substituted aryls, aralkyls,  $C_{1-6}$  heteroalkyls and substituted  $C_{1-6}$  heteroalkyls;

d, e, f, g, h, and i are each independently zero or a positive integer.

30. (Original) A compound of claim 1, selected from the group consisting of:

31. (Original) A compound of claim 3, selected from the group consisting of:

and

32. (New) The compound of claim 1, wherein e, f and g are each independently one or two.